

**XXXX
HARD**

PHAT PHANNIES GET A WORKOUT!

BLACK **POOTY**

30+ MILF PRESENTS

covergirls
**naomi &
candace**

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VEGAS IN JULY**

HOT, HOT, HOT
**DEVAN
DERAY**
IS THE DEVIL'S
TEMPTATION

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30-40group.com



YOUNG MEAT
DEE DEE
THIS NAKED
GIRL WILL
KEEP YOU UP
AT NIGHT

www.40plus50plusmagazine.com

ADULTS ONLY
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BLACK BOOTY

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Naomi & Candace

No, we didn't come out here to get a tan. We came out here to make you cum. Yeah, it's hot out here, but it's gonna get even hotter. Get out that lotion and rub it on us and on you. So if you can find two sistas hotter than us, then get the fuck out. If not, then it's time to do it...

Yes, we're going to do each other and you're going to watch

CHECK US OUT AT
30-40group.com













Hot stuff, huh. These girls did so many things to each other, we just ran out of pages. We could have filled this whole book with those shots. But fear not, they'll be glad to describe every last lick, poke and pinch in vivid detail. They've dried off and are waiting by the phone for your call.

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DEE
DEE



"When I told my dad, who is a boxing photographer, I was asked to pose in the nude, he was cool with that. He told me to just do the best job I could. He encouraged, but also warned me."

We're glad he did, because, Dee Dee, you're a knockout. She was comfortable around the camera and we think we got some great shots.

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"When I was a toddler, my dad would chase me around the house with the camera shooting me doing all sorts of crazy things. Now I look at the photos in our photo albums and laugh at how cute I was, but also amazed at what great pictures he took."





"I learned to appreciate photography from him and will probably end up being a photographer myself. For now, I want to feel what it's like to be in front of the camera before I get behind it."



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"The photographer was really cool on this shoot. I liked how she set the mood, gave me direction, encouraged me to bring out my best for the camera. I think that's why I'm smiling in almost every shot. It was my idea to show pink. I'm cool and comfortable with it."

Dee Dee we're cool with it, too. We know you'll go far in front and behind the camera, too. Hey guys, take a minute and call Dee Dee. We think you'll be pleasantly surprised at what she has to say. Over 18 only.

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will
SHE
?

TM

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18+



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666
LOLA**

HOT & BORED!

18+



**HUBBY'S
AWAY (AND
I'M BORED)**

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CALL ME!

Love to Suck & Fuck!

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Love**

18+

OMG,
BABY!



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FUCKING

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8

2

5

4

6

4

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FEEL
SO
GOOD!



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All persons depicted in this advertisement and in the product offered herein are 18 years of age or older.



miranda

It's 4:30 in the morning. Miranda is just getting home from the club where she's been since midnight. She's arm in arm with her BFF and they head on up the stairs to their apartment. Feeling a little tipsy and a little tired, they are still in great spirits. It's been a fun night with a lot of dancing, drinking and attention from the guys, and a few girls too.











*"If you see me at a club
and want to talk to me,
come on over and intro-
duce yourself. I'm very
approachable. I even like
talking on the phone to
people I find interesting.
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you can have in common
with people you have never
met. Call me and see.*

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"I'm not a big party girl, but when I go out I love to have fun. I like to dance, drink a little and flirt a lot. I guess you might call me a tease, but I also like to please. A lot of the guys at the clubs say they are single when they really aren't and that's a really big turn off for me."



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18+ www.redhotdateline.com

Red Hot
DateLine



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(1-888-850-5224)

hey! please call me & fuck me just don't tell on me!

My mom is super-hot too!

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(1-888-506-5337)



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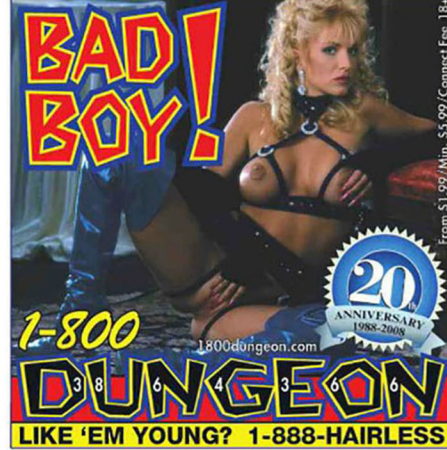
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1800dungeon.com

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one on one

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2 8 6 6

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SHOVE YOUR COCK INTO MY WET...**

1-888-626-TWAT
8 9 2 8

MILF APPROVED!

PUT YOUR COCK INTO MY ASS!

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(1-888-711-2774)

I love to give you...

1-888-611-ORAL
(1-888-611-6725)

CUM HERE

18+



Twenty year old Nikki is not as innocent as she looks. But she is that sweet. Just look at her. Now you can fantasize.

NIKKI

The sweet taste of chocolate!



She says her father did background checks on the guys she brought home because she always liked to date bad boys.



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"I still like bad boys, but now I'm much more selective. Now I think I like a man more if he is kind and courteous and makes me feel good about myself. But they're harder to find than bad boys."







"I haven't had a girl for a lover yet. I'm not opposed to it, but I see girls more as friends than lovers. I can't quite see licking a pussy because I love to suck cock. I was voted 'Best Little Cocksucker' by the frats at my college. It's a badge I wear proudly and it gets a lot of boys interested in me real fast! Besides, it's fun!!! I have some little tongue tricks that I do that drives the guys crazy. Wanna hear how I do it? Then call me now!"

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Over 18 only.

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will she?™



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Or should I call a friend?

1-800-650-2-ON-1
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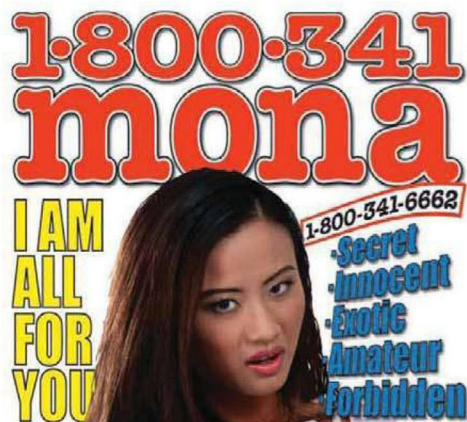


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I AM ALL FOR YOU

1-800-341-6662

- Secret
- Innocent
- Exotic
- Amateur
- Forbidden



I AM SO WET!

1-888-SHE-IS-TIGHT

Call Me (1-888-743-4784)

AND I'LL LET YOU HAVE A TASTE!



"Jerk off with my panty-hose and cum on my thighs!"

JUST CALL

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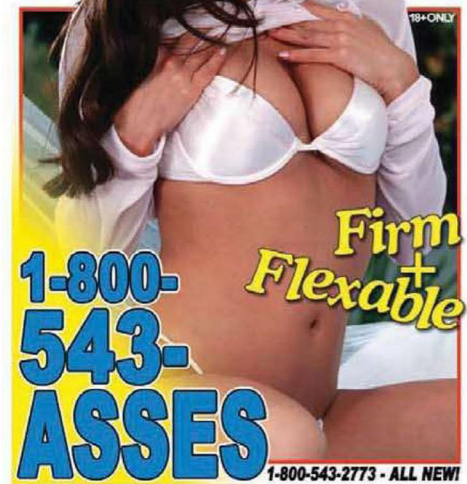
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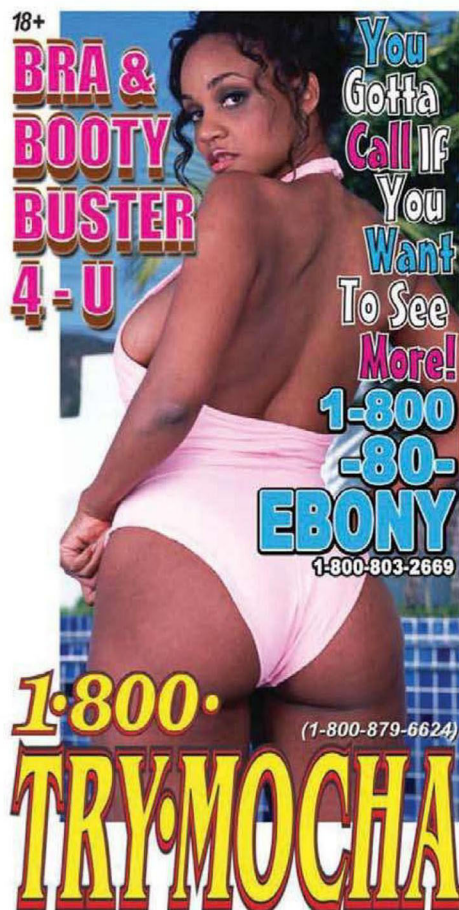
18+

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1-800-TRY-MOCHA
(1-800-879-6624)



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ALWAYS LIVE 1-ON-1!
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I'M BASICALLY A HOME BODY. I LOVE TAKING LONG BUBBLE BATHS AND CURLING UP IN FRONT OF THE FIRE WITH A GOOD BOOK. I GUESS THAT COMES FROM WORKING AS A LIBRARIAN FOR YEARS. BUT THIS PHOTO SHOOT HAS HELPED ME COME OUT OF MY SHELL. IT WAS A LOT OF FUN TO DO, AND I THINK THE CREW LIKED IT TOO!.

amberly
taking time off to get off



A blonde woman with long, wavy hair is posing nude in a dining room. She is sitting on a chair, leaning forward with her hands resting on her thighs. She is wearing a thin, orange lace thong. In the background, there is a dining table with a white plate, glasses, and a vase of pink orchids. A bookshelf is visible behind her.

Mama and papa raised me to be a good girl. And I am. I like to cook and sew and I especially like being around the house. I keep a clean house and everyone who comes over has to take their shoes off. I'm not a neat freak, but I do like everything in it's place. Some of that comes from working in a library for years where each book had a specific spot.

CHECK US OUT AT
30-40group.com







I finally agreed and after a few sessions he asked if I would pose nude. Well, I told him I would not! But after a few weeks, I thought and thought about it and decided I would. I called him and we set up a shoot date. All was set; me, the makeup artist, a couple assistants and his cameras. I decided I would do what he asked. He was really sweet and eased me into it. The crew, however, was a little shocked. I was their town librarian.

So, if you've read any good books or just like what you see in little ol' me, why don't you give me a call and we'll talk. Over 18 only.


800-495-7466



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A full-page photograph of a blonde woman with long, wavy hair, posing nude on a dark couch. She is looking directly at the camera with a neutral expression. Her right hand is resting on her left breast, and her left hand is resting on her right thigh. She has white nail polish and a ring on her left ring finger. On her right thigh, there are four black paw print tattoos arranged in a 2x2 grid. The background is dark and out of focus, showing a lamp and some furniture. The text is overlaid on the lower left side of the image.

One day a handsome man came into the library looking for a book on Ansel Adams. I showed him to the photography section and we started talking. He said he was photographer too and owned an Adams print and wanted to see if it was in the book. He came in a few more times and finally asked me if I wanted to pose for him. I said no at first but he persisted.



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 3 2 8 6 3

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ME WANT TO SUCK & FUCK!

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BABY...**

...EAT IT!!!

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Got something to say?

Marcus sent us a lengthy letter, but we were so horny by the time we finished it, we him asked for more.

After high school I was lucky enough to get into film school at NYU. My family didn't have much money but I was able to score a few grants and take out a student loan to cover my tuition and housing expenses. At college we were immersed in the ins and outs of making movies, commercials, and music videos. I always felt cool when I'd walk around campus because I saw the other students carrying huge text books for boring stuff like chemistry as I was walking to set to make a short film. Plus, who's sexier - an electrical engineer or a movie director?

When I graduated from NYU I decided to stay in New York City and get professional work in the film industry with the goal of, like so many other film school graduates, being the next Spike Lee, Quentin Tarantino, or Robert Rodriguez. Quickly I was able to get work as a Production Assistant on a music video for an up and coming hip hop artist. Perfect, I thought, as I was big into the underground hip hop scene on campus and around the city, not to mention I had a stack of notebooks full of rhymes I'd penned.

As a PA you're the low man on the totem pole and basically do odd jobs on the set. In other words you're everybody's bitch. Even though I'd worked on a handful of music videos in school I had no idea what to expect when I showed up for my first day on a professional set, and I definitely didn't expect the shoot to go the way it did!

The call time was 6 AM and like an idiot I overslept and showed up late, around 6:45 AM. I thought for sure I'd get shit-canned before I even started. Luckily though, the assistant director tore me a new asshole and then told me to report to the wardrobe department. I had wanted to hang by the camera but those positions were already taken. Still, I was happy to have the job.

Without thinking I opened the door to the wardrobe trailer and was greeted by the sight of three mostly naked models shimmying into their sequined costumes. Tits and ass flying everywhere, they jumped and screamed at me to close the door and get out. Embarrassed, I tripped down the steps of the trailer as I struggled to leave and close the door as fast as I could. Not thirty seconds

later the door slammed open and the wardrobe artist came out of the trailer to tear me my second new asshole of the morning and lecture me on the importance of knocking. I stammered out an apology and explained myself. Then she softened her tone, flipped her hair, looked me up and down, stuck out her hand and introduced herself as LaVonne.

She was probably 32, beautiful, and had a body that'd stop a Mack truck. Still embarrassed, I winced as I knew there was no way she could have missed the hard-on tenting out my jeans. I could swear I saw a smirk as her eyes grazed my crotch. The trailer door opened again and the models headed down the steps and off to the set, sneering at me as they passed. Fortunately none of their eyes drifted south...

Coolly, LaVonne told me to get my ass in the trailer and help her straighten up. Could this day possibly get any worse, I thought, as I walked up the stairs in shame. LaVonne followed and didn't say much as we picked up, sorted and put away the clothing and accessories from the morning's shots. Every so

often she'd glance over at me to make sure I wasn't fucking anything up. After the models came back I was dismissed.

As lunch ended the assistant director sent me back to the wardrobe trailer to help prep for the afternoon. When I got to the trailer LaVonne was alone and in a more cheerful mood than the morning. "I see you've regained your composure," she said as she laughed and glanced down at my crotch. I laughed it off as she set me to work pulling clothes and assembling outfits with her. Whenever more models would come in to be dressed she'd send me outside to wait. Judging by the hotness of the girls coming in and out of the trailer and the skimpy outfits they were wearing I knew it was one of those big booty ho music videos.

I was in the trailer arranging a drawer of accessories when I heard the trailer door lock. Then all of a sudden I felt a set of breasts push into my back and heard LaVonne's low voice in my ear. I straightened up as she said, "I liked what I saw this



Big, bouncy, brown, bubble butt! That's Aryana and we're glad we got to shoot it. Wish even we could have a chance to tap it. — Ed.

BRING THAT BOOTY HOMIE!

Hey homies,

I was at my homie's spot and he had this magazine right on the table. I was like "DAMN, she's fine!" I sure would like to hit that. There's nothin better than a pretty face and a phat ass. Then I started flippin' through and I see all this sweet pink pussy page after page. And all this sweet ass that made got my mouth to waterin'.

I'm like yo' dog — I gotsta gets to Jamaica. All that pretty cocoa skin, pink pussy and natural tits, an' shit, DAMN...

So I wanted to take the damn magazine to the bathroom and handle my business right quick. You feel me? Well homie, he says I can't cause I'll stick the pages together. Says "Get your own!"

Sign me up for a subscription, DAMN!

— Jermaine, South Side of Chicago

Got something to say?

So Marcus, what happened on those other two days of the video shoot? Can we get LaVonne's number?



morning when you got flustered," accentuating her statement by reaching around and rubbing my crotch with her open hand. Not at all what I was expecting, I laughed nervously as my cock quickly reached full mast. "Just relax, hon. You're in good hands," she said as she unzipped my fly and pulled out my raging hard-on. She pressed more firmly into my back and began to nibble on my ear as her hand worked its magic on my shaft. As her hand slid up over the tip of my cock and back down again, faster and faster, her tongue buried deep in my ear, I anticipated the climax of my life. LaVonne must have sensed that I was about to cum because suddenly she stopped.

LaVonne turned me around to face her. As we locked eyes, she put her finger to my lips to silence me as I opened my mouth probably to stammer out something I'd regret. She smiled, dropped to her knees, undoing my pants in the process. Her nipples were huge and erect, ready to burst through her tank top. Passionately she took my throbbing member into her mouth and began bobbing upon and down on it. One hand cradled my balls while the other reached up under my shirt to caress my chest. My nervousness was rapidly evaporating and I began to moan softly as she sucked my cock. I reached down into LaVonne's tank top and grabbed a

handful of tit-flesh. My thumb and forefinger circled and teased her hard nipple. LaVonne moaned a bit herself and proceeded to open her throat and take my cock all the way in – my first deep throating. I thought I was going to go out of my mind, and I struggled to prolong the pleasure and hold back my orgasm. However, my efforts were in vain as I exploded a torrent of cum down her throat.

As my cock flopped out of her mouth, our eyes met. LaVonne was running this show, and it seemed that I was along for the ride on this one so I didn't say anything. She smiled at me sexily, stood up and said, "I hope you enjoyed yourself, and more than that I hope that rock star cock of yours doesn't require too much of an intermission because my pussy's wet as fuck and we've got about 15 minutes until those models come back." Before I could say a word her tongue darted into my mouth and her hand pulled mine to her pussy. I started to rub her pussy through her shorts, feeling her wetness seeping through them.

LaVonne broke the kiss by pushing me back toward the couch in the trailer. She smiled widely as she pushed me all the way onto the couch and said, "I'm starting to feel a bit overdressed." She pulled her tank top over her head. Her tits were an amazing sight to behold. LaVonne ran her hands over them

for minute, tweaking her nipples and mashing them together. Then she undid her shorts and pulled them and her panties off in one smooth motion, revealing a neatly trimmed black bush.

LaVonne climbed on top of me, grabbed my cock, and began running it up and down her pussy lips and across her clit. A minute or two of that and I was fully ready for action. LaVonne was well aware of this as she stuffed my cock into her dripping pussy and began to bounce up and down. Holy fuck was her pussy hot! I gyrated my hips to match her rhythm, thrusting deeper and deeper. Then I took one hand from a breast and thumbed her clit while she rode me. I could tell she wasn't expecting that and that it was really getting her off. Biting her lip, she purred out low moans, obviously not wanting to draw unnecessary attention to the trailer. Then all of a sudden she stiffened up and rolled her head back, bucking her hips in short bursts and biting down harder on her lip. She leaned over and whispered in my ear that she just came. I let go again, this time deep inside her pussy while she grinned.

LaVonne glanced at her watch and then hopped off me. She said we better clean up quick because the models were due any minute. I got up off the couch and we both dressed quickly. LaVonne lit one of those scented candles and put a blanket on the couch to cover up the big wet spot our action left. The rest of the day was busy and without more ribald activity. However, LaVonne and I shared a few knowing glances and she gave me a big hug and a kiss at day's end. As I was leaving to go home, I passed the make-up artist Kelly. We made eye contact and then she looked down at my crotch and then back up at me and flashed a huge grin.

I went to bed that night with a shit-eating grin on my face knowing that there were two more days of shooting left. I could fill another ten pages talking about what happened next. I'll say this much: it turns out that LaVonne and Kelly are really, really, REALLY good friends. I know – you're jealous... and you should be. It's official – I have the BEST job in the world!

– Marcus



Sara Jay is not your typical porn star. She actually likes what she does. In today's world of get in young, make the money and get out young, Sara Jay has made a career of it. Starting out at the ripe young age of eighteen, she has weathered the porn storms to rise to the top with several porn awards to her credit.

Appearing in over 300 videos, Sara Jay rarely takes a vacation from porn. Seems like some people were just born to suck and fuck. Her big boobs and big booty are in constant demand. Her "love you to fuck me" attitude is both sweet and nasty and she gives some of the best head and pussy-licking in the business. So we invite you to sit back and enjoy the fruits of her labor.

Sara jay

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Need we say more?



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Sara Jay started out as a dancer in the adult business when she was just barely legal and out of high school. She found her Midwest roots a little boring so she moved on to Las Vegas to continue her career. Until that point she had not

done a hardcore scene. But after her first go at it, she was in love with sex on camera and has flourished ever since. A performer who truly loves sex, Sara Jay is the favorite of many of her partners. They like her enthusiasm, her willing-




ness to please, and her always great attitude on set. She tells us that carries over to her private life as well. Sara Jay is also the star of many websites; some devoted to her, some linked to her friends. She attends fan events and thinks her

fans are the best. Always the showgirl, Sara Jay is a bit of an exhibitionist. With those boobs, that butt and that body, who wouldn't be. She likes men and women equally well and can please either sex with just a flick of her tongue – and smile.







Returning from the great Northwest last month, Sara Jay is ready and willing to spend some time with her fans. If you would like to be one of them, call the number below and say so. Please be over 18 before you call.

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"The bold ones will say yes, The embarrassed ones will look away. But I like them both. A reserved man may let loose in the bedroom. A cocky man may be too bossy or into himself and not me."

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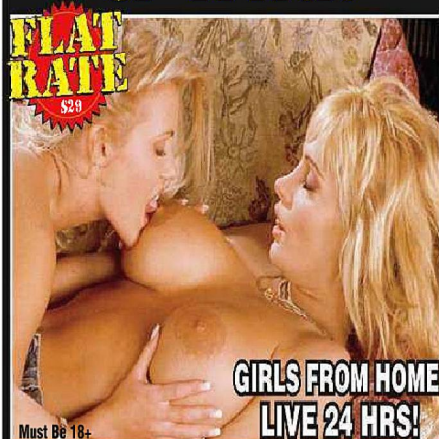
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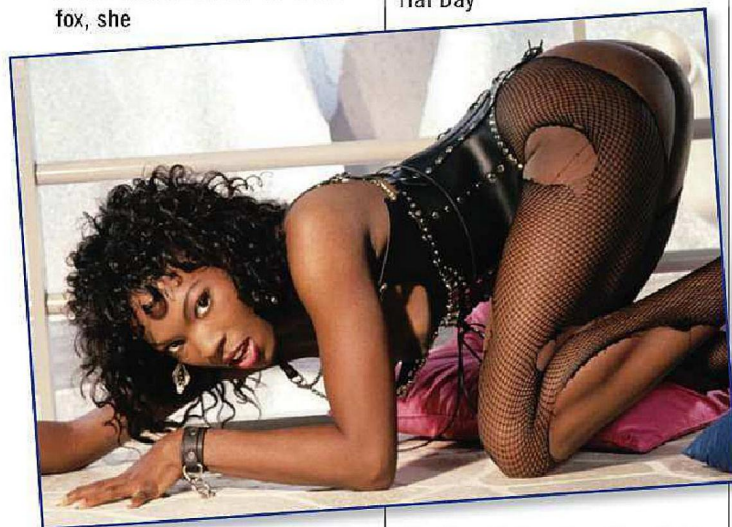
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Booty Callers and Letters

The Good, the Bad and the Booty

WHAT A FOX

I usually don't look at or even buy men's magazines or even write letters to them, but I was walking by a newsstand on Clark Street when I glanced over and saw the issue of *Booty Call* with Allanda on the cover and she stopped me in my tracks. I'm a photographer's assistant so when I saw the pictures inside, I was really blown away. Not only is she a fox, she



looks like a professional model. And she's sexually hot, too. I'm sure you don't give out the private info on the girls, but, man, if there's any way you could send her a note to contact me if she's ever in the Chicago area, I'd love to work with her. Here's my cell phone number and address...

— Joachim, Evanston

Hey dudes, that one hot chick on the cover of your mag. What a fuckin fox. She could be my booty call anytime. Tell her she fine as wine.

— BJ, Detroit

CASINO CAPERS

To the Editor,
Hey, you guys will like this. I know your magazine and have written before, but this is a good one that you just have to print in your magazine.

My name is Rashawn and I was to meet two other guys in AC (Atlantic City — Ed) and were going to play at the casinos for a couple days over the Memorial Day

and we started jiving Stephon about bringing a chick to our boys night, but he told us that she was newly divorced and full of sexual frustration. She worked with him on Wall St. and needed to get away from the grind so he suggested AC for the holiday weekend.

Now don't get me wrong, she's a fine piece of ass, but she's going to upset our dynamic. Fifteen minutes later Seline is coming back, but has another hot chick with her. Settling down at our table, she introduces her as Kate and that they work at the same firm. Kate is a blonde white girl about 5' 6" with a very buxom figure with a very oversized ripe ass. So we drank and talked until about 2am. The later the night got, the hotter the conversation got and we all decided to go up to Stephon's room to continue the party.

We made small talk for a while and then eventually Seline and Kate started getting friendlier with us and we were right on it. Stephon started undressing Seline and Kate joined him as Jerome and I watched. From that moment on the heat began. The two ladies were about to be totally consumed by us three black studs.

Seline told Stephon that she wanted to suck his cock while we watched. He pulled it out for her to wrap her lips around. She looked at his rock hard chocolate stick and licked her lips, knowing that we were waiting our turn. She then greedily sucked the head into her mouth and slurped her way down his long cock. He moaned with surprise and mentioned he could not believe how good she sucked cock. She kept on sucking him and he warned her that if she did not stop,

ON A SIMILAR NOTE

Hanging out at clubs is fun, isn't it! You can end up doing the craziest things! Such as getting drunk, and stumbling home with an equally drunk woman. I was so wasted. I didn't even remember meeting this chick. I don't remember how we got to my place since my apartment is about ten miles from the club. I do somehow remember talking to her but remember nothing about the conversation.

We must have had more to drink at my place, I think. Everything's still hazy. She was hot, I think, and a bikini model. I think that made the sex better. Because I don't remember much but I think we had amazing sex for a long time. I should take a second here to congratulate myself on staying hard despite so much alcohol. She did well, too. It was fun, I think.



She was gone when I woke up, but I found her cell phone and it had pictures of us. She IS hot!

— Omar, Pittsburgh

Booty up in the air and ready for that backdoor man, Allanda heats up the pages of Booty Call, #29.

weekend. I checked into my room at Trump Tower and waited for their call to hit the table. That came about 9pm and I met them at the blackjack table.

Jerome was already there and then Stephon shows with this bangin babe on his arm. He introduced her as Seline and we all sat down at the table. After a couple hours of mostly losing hands we abandoned the table and went to the bar for some drinks. Seline excused herself for the powder room

Booty Callers and Letters

The Good, the Bad and the Booty

he would be shooting soon. In the meantime Kate had settled herself between Jerome and me and we pulled out our cocks as she stroked and licked them. Jerome and I high-fived and settled back on the sofa to enjoy the sights and feelings.

Kate gave great head and seeing her blonde hair bobbing up and down on our shafts made it even hotter.

I slipped out and headed back to my room and slept the day away. Jerome called about 8pm and said he was with the two girls in his room and they wanted to get fucked since we all passed out last night. Well, at 8:01 I was knocking on Jerome's door. I'll write you soon and tell you how it went in Jerome's room.

— Rashawn, NYC



The two ladies switched and Kate went to Stephon and Seline came over to us and the bjs continued for the next half hour. We all came with Seline taking us both in her mouth and Stephon jizzed on Kate's hair by accident.

She ran off to the bathroom to wash it off and asked Seline to help her. I passed out and don't remember anything else except that I woke up on the sofa the next day with a splitting headache and my cock hanging out of my zipper. The girls and Jerome were gone and Stephon was still asleep.

Sinnamon licks Obsession's girlie-pie in a sizzling pictorial in the last issue of Booty Call!

WALL BANGERS

I'm writing because I need to vent and I know you guys kinda listen. My wife and I live in an apartment in Denver with very thick walls, floors and ceilings (apparently). About two months ago we were awakened one morning to some weird noises. At first, I thought it was a ceiling fan or something but it only took a minute to figure it out. A lady's voice narrowed down the possibilities and the long deep groan at the end was

the clincher. It was the couple upstairs having sex. My wife and I were kind of embarrassed at first but it got my wife in the mood and we started having sex, too. My wife has a great sense of humor and loves practical jokes so she started moaning and groaning just like what we heard from above. I got in on it too and let out this way-too-loud climatic groan just at the right time.

The next night they started up again and we couldn't wait to join in. When we heard them going at it, we pushed the envelope and totally out-do them, with moans and cries and screams of pleasure that I'm sure probably caused some commotion. It became sort of a fun contest for us to out-sex them, making sure we lasted longer and were much louder. We would do it against the wall hoping that they would feel the pounding. Apparently we had some sort of competitive drive we didn't know we had and that we really fed off. It was fun.

A few nights later, we were in the process of out-doing them when we heard incredibly loud noises from above our bedroom. What we heard was indescribable. It sounded as if the entire cast of *Cats* was upstairs having an orgy. Screeches, scratches, howls and screams. We were had to stop and wonder if they realized what we were doing and now they were trying to out-do us! What was going on up there? How could two people make so much noise?

Yesterday morning we heard them two going at it again. My wife took off her T-shirt and jumped on top of me and what followed was some of the craziest sex we've had. Headboard slamming, yelling, squeals of pleasure. However, they were just as crazed, and we could hear them loud and clear as we pushed ourselves to be as wild as possible. Soon we hear her yelling "Deeper!" and my wife would yell back "Harder!" A really loud "Oh yeah, fuck me!" came booming back and then my wife screams out "I'm cumming — again!"

This is when I really realized what was going on. I pictured the apartment building in a cut-away view where you can see all the rooms with the outside walls taken off. It looked like a sex cartoon with couples in each room getting it on. We were basically participating in anonymous group sex! What started out as a small competition had gotten way out of control. What did our neighbors think? I couldn't help but laugh about it all.

In the end though, my wife and I were the one's that gave up. It was fun while it lasted and it kept our sex life interesting, but we didn't have the strength to continue. We admitted that they won and they let us know they did by banging hard for another night or two while we were silent. So now we just want to go back to having normal boring sex.

— Marcus, Denver

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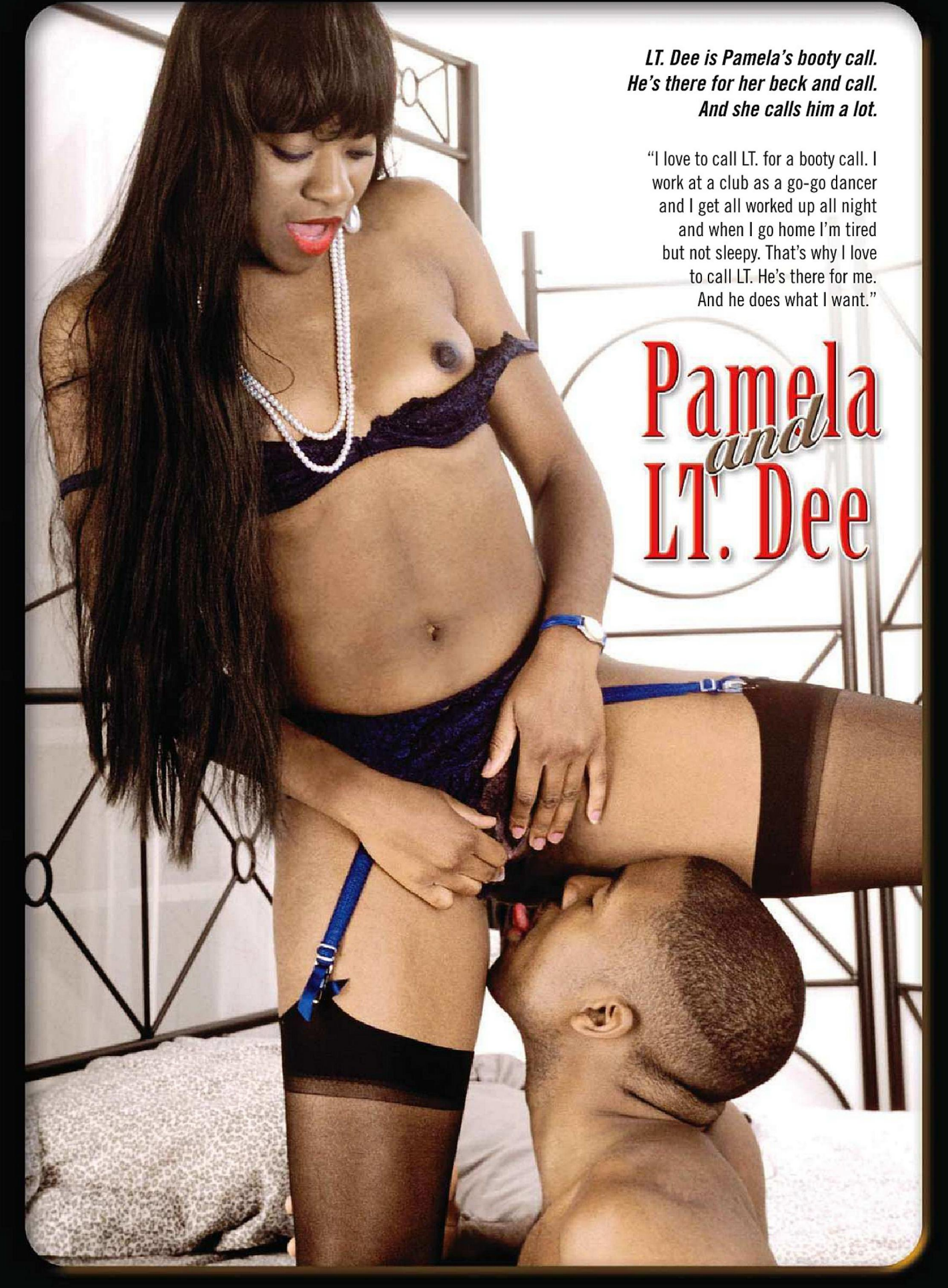
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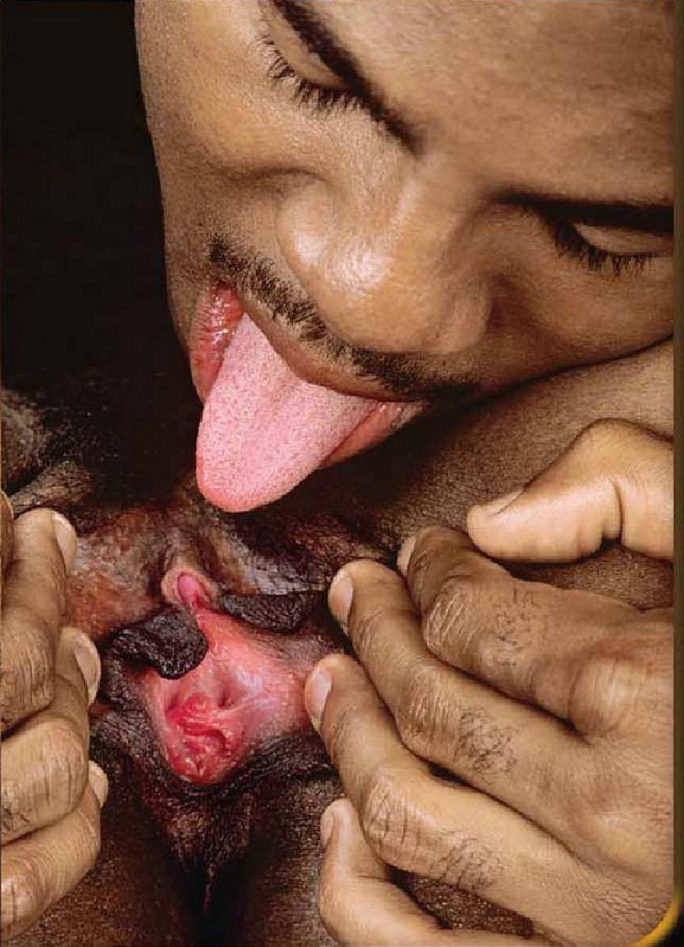


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Pamela *and* LT. Dee










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Devan

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